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Attorneys for SSP Capital Partners, LLC
By: Richard C. Yeskoo

UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK

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SSP CAPITAL PARTNERS, LLC,

1:07-cv-03878 (NRB)

Plaintiff,

– against –

Affirmation of Richard
C. Yeskoo

MANDALA, LLC, HAROUST, LLC, HAMILTON
GRANGE, LLC, ARABARA, LLC and 316
SECOND AVENUE, LLC,

Defendants.
-----X

RICHARD C. YESKOO, an attorney duly admitted to practice law in the
State of New York, affirms under penalty of perjury as follows:

1. I am a member of Yeskoo Hogan & Tamlyn, LLP, attorneys for
plaintiff.
2. Annexed hereto are excerpts from the deposition of Richard Kaplin.

Dated: August 11, 2008

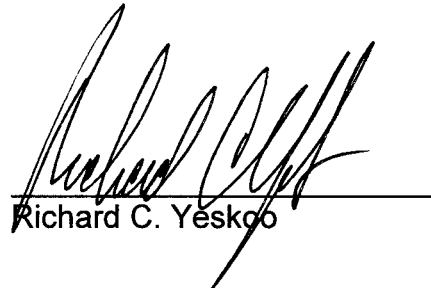

Richard C. Yeskoo

EXHIBIT 1

COPY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SSP CAPITAL PARTNERS, LLC,
Plaintiff,

-against-

1:07-cv-03878 (NRB)

MANDALA, LLC, HAROUST, LLC,
HAMILTON GRANGE, LLC and
316 SECOND AVENUE, LLC,
Defendants.

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April 9, 2008

2:12 p.m.

Deposition of RICHARD KAPLIN, ESQ.,
held at the offices of KAPLIN, DICONZA,
LaROCCA, DICUNTO & KAPLIN, LLP, 478 Bay
Ridge Parkway, Brooklyn, New York, pursuant
to Notice, before Stephen Kleinman, a Notary
Public within and for the State of New York.

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2 **R I C H A R D K A P L I N , E S Q . ,**

3 called as a witness, having been duly sworn
4 by a Notary Public, was examined and
5 testified as follows:

6 **EXAMINATION BY**

7 **MR. YESKOO:**

8 Q. Would you state your business address
9 for the record, please.

10 A. 478 Bay Ridge Parkway, Brooklyn, New
11 York.

12 Q. And what is your occupation?

13 A. I am an attorney.

14 Q. Did you represent Haroutian Denderian
15 and related companies in February of 2007?

16 A. I was going represent to him, but we
17 never got that far.

18 Q. Okay. Let me show what I will mark as
19 Plaintiff's Exhibit 1.

20 (Plaintiff's Exhibit 1, secured loan
21 document, marked for identification.)

22 Q. Let me show you has been marked as
23 Plaintiff's Exhibit 1.

24 Have you seen a copy of this document
25 before?

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A. I recognize the name SSP Capital Partners, LLC. I couldn't tell you whether I saw this particular document before or other correspondence from them.

Q. This document contemplates a loan from SSP Capital Partners to various corporations listed on the first page.

Were you aware of a proposed loan?

A. Yes.

Q. Okay. Can you tell me what legal services, if any you, provided with respect to that loan?

A. Mr. Denderian had contacted me in and around this time, inquiring whether another of my clients that he had borrowed money from before and for whom I had acted as lender's attorney would be interested in loaning him money. I contacted my client and found out that he was not interested in giving Mr. Denderian or his companies another mortgage. Mr. Denderian then asked me if I know anyone else that might. I did contact another potential lender for him.

In and around at that time, Mr. Denderian had various conversations with that

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other potential lender about whether or not they would loan him money and under what terms. There were a variety of properties involved.

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During the course of that process, Mr. Denderian asked me if I would represent him if any of these loans went to a closing, because his usual attorney by the name of Sam Ofsevit was ill, I believe was ill and he was not able to represent him and he would need to close quickly on one of the potential loans that he was analyzing. I advised him that I would represent him at the closing if he did close.

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Q. Did you in fact represent him at a closing of a loan?

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A. Did I?

Q. Yes.

A. No.

Q. Do you know why the loan from SSP Capital Partners did not close?

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A. I know that Mr. Denderian, at that point in time, was shopping for a variety of different loans. He viewed the loan from SSP that was being proposed to him as a very expensive loan, very high rate interest, very high cost and

R. Kaplin, Esq.

he was at that point in time shopping around for financing. This was one of the potential choices that he had.

Q. Were you provided with a set of closing documents for the SSP loan?

A. I may have been sent an email by the attorney for SSP in connection with a potential closing.

Q. Okay. Did you review the closing documents for the SSP loan?

A. No, I didn't

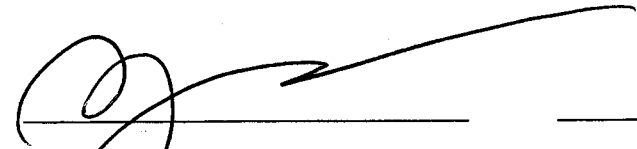
Q. I have no further questions. Thank you.

MR. SUCHER: Thank you.

(Time noted: 2:17 p.m.)


RICHARD KAPLIN, ESQ.

Subscribed and sworn to before me
this 24 day of April, 2008.


(Notary Public)
STEPHEN R. LAROCCA
Notary Public, State of New York
No. - 4901430

My Commission Expires:

Qualified in Nassau County **THE BAILEY GROUP**
Commission Expires June 29, 2011 (212) 557-4848

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